

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007  
Jacqueline Marcus  
Robert J. Lemons

Attorneys for Lehman Brothers Holdings Inc.  
and Certain of Its Affiliates

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11 Case No.
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: 08-13555 (JMP)
Debtors.	: (Jointly Administered)
-----X	

**THIRTEENTH NOTICE OF WITHDRAWAL OF DEBTORS'  
APPLICATION TO ASSUME CERTAIN EXECUTORY CONTRACTS**

PLEASE TAKE NOTICE of the following:

1. On October 25, 2011, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed a Plan Supplement (as amended from time to time the “Plan Supplement”) [ECF No. 21254],<sup>1</sup> containing documents and schedules in connection with the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and its Affiliated Debtors (the “Plan”),<sup>2</sup> dated December 5, 2011 [ECF No. 22973]. The Plan was confirmed by order of the Court on December 6, 2011 (the “Confirmation Order”) [ECF No. 23023] and became effective on March 6, 2012.

<sup>1</sup> A list of the amendments to the Plan Supplement and other notices and orders pertaining thereto is annexed hereto as Exhibit A.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Plan.

2. Pursuant to the Confirmation Order, the hearing on the Debtors' proposed assumption of certain executory contracts and unexpired leases set forth on Exhibit 2 to the Plan Supplement was adjourned until (i) February 14, 2012, or (ii) such other date as may be scheduled by the Debtors, with leave from the Court, with at least 30 days notice to the relevant counterparty, or as otherwise agreed.

3. On January 31, 2012, February 9 and 13, 2012, April 3, 2012, May 31, 2012, June 25, 2012, August 14, 2012, October 19, 2012, November 16, 2012, December 4, 2012, February 8, 2013, and March 8, 2013, the Debtors filed notices of withdrawal of their application to assume certain executory contracts or to defer indefinitely the hearing on their application to assume certain executory contracts (the "Notices of Withdrawal or Deferral").

4. Subsequent to the filing of the Notices of Withdrawal or Deferral, the Debtors have reached agreements with certain additional parties with respect to their objections to the Debtors' application to assume executory contracts and unexpired leases.

5. The Debtors hereby withdraw their application to assume the executory contracts identified on Exhibit B hereto (the "Withdrawn Contracts").

6. The Debtors reserve their rights to withdraw in the future their application to assume additional executory contracts and unexpired leases set forth on

Schedule 1 or 2 to the Confirmation Order or that are the subject of the objections listed  
on Schedule 1 or 2 to the Confirmation Order.

Dated: June 27, 2013  
New York, New York

/s/ Jacqueline Marcus

Jacqueline Marcus  
Robert J. Lemons

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007

Attorneys for Lehman Brothers Holdings Inc.  
and Certain of Its Affiliates

**EXHIBIT A**

**AMENDMENTS TO THE PLAN SUPPLEMENT AND OTHER NOTICES AND  
ORDERS PERTAINING THERETO**

1. Amendment No. 1 to the Plan Supplement, filed on November 4, 2011 [ECF No. 21665].
2. Amendment No. 2 to the Plan Supplement, filed on November 15, 2011 [ECF No. 22156].
3. Amendment No. 3 to the Plan Supplement, filed on November 22, 2011 [ECF No. 22590].
4. Amendment No. 4 to the Plan Supplement, filed on November 29, 2011 [ECF No. 22742].
5. Amendment No. 5 to the Plan Supplement, filed on December 2, 2011 [ECF No. 22876].
6. Amendments No. 6 and No. 7 to the Plan Supplement, filed on December 5, 2011 [ECF Nos. 22975 and 22980].
7. Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on January 31, 2012 [ECF No. 24823].
8. Notice of (i) Withdrawal of Debtors' Application to Assume Certain Executory Contracts, (ii) Indefinite Adjournment of Debtors' Application to Assume Certain Executory Contracts, (iii) Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, and (iv) Status Conference on Debtors' Proposed Assumption of Executory Contracts, filed on February 9, 2012 [ECF No. 25201].
9. Third Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on February 13, 2012 [ECF No. 25266].
10. Order Authorizing Debtors to Assume Certain Executory Contracts and Unexpired Leases, entered by the Court on March 19, 2012 [ECF No. 27016].
11. Fourth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on April 3, 2012 [ECF No. 27262].
12. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on April 4, 2012 [ECF No. 27272].
13. Fifth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on May 31, 2012 [ECF No. 28313].
14. Notice of Presentment of Order Authorizing Debtors to Assume Certain Executory Contracts and Unexpired Leases, filed on May 31, 2012 [ECF No. 28326].
15. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on June 19, 2012 [ECF No. 28871].

16. Sixth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on June 25, 2012 [ECF No. 28956].
17. Corrected Sixth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on June 25, 2012 [ECF No. 28957].
18. Seventh Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on August 14, 2012 [ECF No. 30026].
19. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on September 12, 2012 [ECF No. 30894].
20. Order Authorizing Debtors to Assume Certain Executory Contract, entered by the Court on September 28, 2012 [ECF No. 31130].
21. Eighth Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on October 19, 2012 [ECF No. 31569].
22. Ninth Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on November 16, 2012 [ECF No. 32144].
23. Order Authorizing Debtors to Assume Certain Executory Contracts, entered by the Court on November 28, 2012 [ECF No. 32382].
24. Tenth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on December 4, 2012 [ECF No. 32574].
25. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on December 4, 2012 [ECF No. 32576].
26. Eleventh Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on February 8, 2013 [ECF No. 34503].
27. Twelfth Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on March 8, 2013 [ECF No. 35786].
28. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on March 14, 2013 [ECF No. 35924].
29. Order Authorizing Debtors to Assume Certain Executory Contracts, entered by the Court on March 19, 2013 [ECF No. 36058].

**EXHIBIT B**  
**WITHDRAWN CONTRACTS**

Counterparty	Debtor	Title of Agreement	Notice Address
LION CITY CDO 2006-2 LTD	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF OCTOBER 10, 2002, AS AMENDED AND RESTATED ON JULY 22, 2005	C/O WALKERS SPV LIMITED WALKER HOUSE, P.O. BOX 908 GT GEORGE TOWN GRAND CAYMAN, CAYMAN ISLANDS
			HSBC BANK, USA CTLA - STRUCTURED FINANCE 10 EAST 40TH ST., 14TH FL. NY, NY, 10016 ATTN: THOMAS MUSARRA
			REED SMITH LLP ERIC A. SCHAFER MICHAEL J. VENDITTO 599 LEXINGTON AVE. NY, NY 10022
			SIDLEY AUSTIN LLP BRYAN KRAKAUER ROBERT J. ROBINSON ALEX R. ROVIRA SOPHIA P. MULLEN 787 SEVENTH AVENUE NY, NY 10019
MASSACHUSETTS HOUSING FINANCE AGENCY	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF JUNE 10, 2002 AND ISDA MASTER AGREEMENT, DATED AS OF JULY 18, 2008	ONE BEACON STREET BOSTON, MA , 02108 ATTN: TIMOTHY SULLIVAN
			ROPES & GRAY LLP JOSE RAUL ALCANTAR VILLAGRAN 1211 AVENUE OF THE AMERICAS NY, NY 10036-8704
			ROPES & GRAY LLP D. ROSS MARTIN PRUDENTIAL TOWER 800 BOYLSTON STREET BOSTON, MASSACHUSETTS 02199
			CHAPMAN AND CUTLER LLP JAMES E. SPIOTTO ANN E. ACKER FRANKLIN H. TOP, III JAMES HEISER 111 WEST MONROE STREET CHICAGO, ILLINOIS 60603
			CHAPMAN AND CUTLER LLP CRAIG M. PRICE 330 MADISON AVE., 34TH FL NY, NY 10017-5010



Counterparty	Debtor	Title of Agreement	Notice Address
PYXIS ABS CDO 2007-1	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF MARCH 6, 2007	LASALLE BANK NATIONAL ASSOCIATION 181 WEST MADISON STREET, 32ND FL CHICAGO, IL, 60602 CDO TRUST SERVICES GROUP - PYXIS ABS CDO 2007-1 LT
			PYXIS ABS CDO 2007-1 LTD.C/O MAPLES FINANCE LIMITED P.O. BOX 1093 GT, QUEENSGATE HOUSE SOUTH CHURCH STREET GEORGE TOWN, GRAND CAYMAN, CAYMAN ISLANDS CDO TRUST SERVICES GROUP - PYXIS ABS CDO 2007-1 LT
			CHAPMAN AND CUTLER LLP JAMES E. SPIOTTO ANN E. ACKER FRANKLIN H. TOP, III JAMES HEISER 111 WEST MONROE STREET CHICAGO, ILLINOIS 60603
			CHAPMAN AND CUTLER LLP CRAIG M. PRICE 330 MADISON AVE., 34TH FL NY, NY 10017-5010
			MAYER BROWN LLP BRIAN TRUST STEVEN WOLOWITZ, CHRISTOPHER J. HOUP 1675 BROADWAY NY, NY 10019
			SIDLEY AUSTIN LLP ALEX R. ROVIRA 787 SEVENTH AVENUE NY, NY 10019
			ALSTON & BIRD LLP MICHAEL E. JOHNSON 90 PARK AVENUE NY, NY 10016
			ALSTON & BIRD LLP JOHN C. WEITNAUER 1201 WEST PEACHTREE ST. ATLANTA, GEORGIA 30309
SAINT JOSEPH'S UNIVERSITY	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF MAY 16, 2006	SAINT JOSEPH'S UNIVERSITY 5600 CITY AVENUE PHILADELPHIA, PA, 19131 ATTN: LOUIS MAYER, VP OF FINANCIAL AFFAIRS

Counterparty	Debtor	Title of Agreement	Notice Address
			CHAPMAN AND CUTLER LLP JAMES E. SPIOTTO ANN E. ACKER FRANKLIN H. TOP, III JAMES HEISER 111 WEST MONROE STREET CHICAGO, ILLINOIS 60603
			CHAPMAN AND CUTLER LLP CRAIG M. PRICE 330 MADISON AVE., 34TH FL NY, NY 10017-5010
SHINHAN BANK	LEHMAN BROTHERS COMMERCIAL CORPORATION		APEX LLC 16-18F, MERITZ TOWER, 825- 2 YEOKSAM-DONG GANGNAM-GU, SEOUL 135-934 KOREA JONG BAEK PARK/KYU HYUN SONG
TOPAZ FINANCE LTD 2005-2	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF OCTOBER 10, 2002, AS AMENDED AND RESTATED ON JULY 22, 2005	540 WEST MADISON STREET, 25TH FLOOR CHICAGO, IL, 60661 ATTN: MATTHEW MASSIER
			BNY CORPORATE TRUSTEE SERVICES LIMITED – LONDON BRANCH ONE CANADA SQUARE LONDON, E14 5AL UNITED KINGDOM
			HSBC BANK, USA CTLA - STRUCTURED FINANCE 10 EAST 40TH ST., 14TH FL. NY, NY, 10016 ATTN: THOMAS MUSARRA
			REED SMITH LLP ERIC A. SCHAFER MICHAEL J. VENDITTO 599 LEXINGTON AVE. NY, NY 10022
YORK HOSPITAL	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF JUNE 1, 1993	1001 SOUTH GEORGE STREET YORK, 17405 ATTN: VICE PRESIDENT FINANCE
			BALLARD SPAHR LLP CHRISTOPHER S. CHOW 919 N. MARKET ST., 11TH FL. WILMINGTON, DE 19801

Counterparty	Debtor	Title of Agreement	Notice Address
			BALLARD SPAHR LLP WILLIAM A. SLAUGHTER 1735 MARKET ST., 51ST FL. PHILADELPHIA, PA 19103- 7599